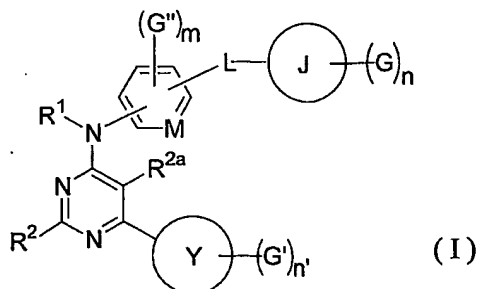


WE CLAIM:

1. A compound having the structure



5

wherein

R^1 represents H, (C₁-C₃)alkyl, or cyclopropyl;

R^2 represents (C₁-C₃)alkyl, cyclopropyl, O(C₁-C₃)alkyl, or NR³R⁴

wherein R³ and R⁴ are H, (C₁-C₃)alkyl, or cyclopropyl;

10 R^{2a} represents H or halogen;

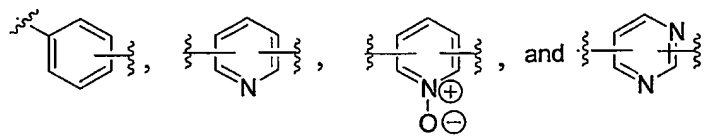
M represents CH or N;

L represents a carbonyl group, O, NR⁵, CR⁶R⁷, or (C₂-C₃)alkylenyl which is optionally substituted up to twice by groups independently selected from halogen and OH; wherein

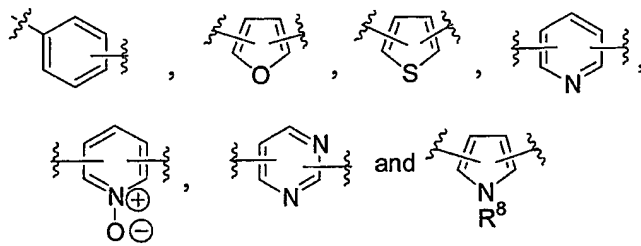
15 R^5 is H or (C₁-C₃)alkyl; and

R^6 and R^7 are independently H, CH₃, halogen, or OH;

J represents an aromatic or heteroaromatic ring selected from the group consisting of



Y represents an aromatic or heteroaromatic ring selected from the group consisting of



20

wherein R⁸ represents H or (C₁-C₃)alkyl;

G'' represents a substituent selected from the group consisting of (C₁-C₃)alkyl, cyclopropyl, O(C₁-C₃)alkyl, halogen, CF₃, CN and CO₂R⁹;

wherein

R⁹ represents H or (C₁-C₃)alkyl; and

5 m represents the number of substituents G'', and is 0, 1, or 2;

G represents a substituent located on ring J;

G' represents a substituent located on ring Y;

n represents the number of substituents G; and

n' represents the number of substituents G' ;

10 n and n' are independently 0, 1, 2, or 3, subject to the provisos that

1) ring J and ring Y each may be substituted independently up to 3 times by substituents listed below as numbers G1-G2, to a maximum total of 4 substituents on rings J and Y,

15 2) ring J and ring Y each may be substituted independently up to 2 times by substituents listed below as numbers G3-G11, to a maximum total of 3 substituents on rings J and Y, and

3) ring J and ring Y each may be substituted independently once by a substituent selected from those listed below as numbers G12-G37;

and subject to the further provisos

20 4) when J is phenyl, G is other than OH or alkylthio; and when J is phenyl or pyridyl, n is 1, 2, or 3;

5) when J is phenyl, and G is G4 shown below, then R² is NR³R⁴;

G and G' moieties are independently selected from the group consisting of:

G1) halogen ;

25

G2) O(C₁-C₄)alkyl which optionally is substituted up to two times by O(C₁-C₂)alkyl;

G3) OH ;

30

G4) (C₁-C₅)alkyl, which is optionally substituted independently up to two times by groups selected from hydroxyl and cyano, or up to three times by halogen;

G5) OCF_3 ;

G6) $\text{NHC(O)(C}_1\text{-C}_3\text{)alkyl}$;

5 G7) $\text{NHSO}_2(\text{C}_1\text{-C}_3\text{)alkyl}$;

G8) $\text{NR}^{10}\text{R}^{11}$, wherein

R^{10} and R^{11} are independently selected from

H,

10 CH_3 ,

cyclopropyl,

benzyl,

$\text{NR}^{12}\text{R}^{13}$ wherein

15 R^{12} and R^{13} are independently H or $(\text{C}_1\text{-C}_3)\text{alkyl}$,
provided that both R^{10} and R^{11} are not $\text{NR}^{12}\text{R}^{13}$
simultaneously,

and

$(\text{C}_2\text{-C}_4)\text{alkyl}$ which is optionally substituted up to three times
by halogen, and up to two times by substituent groups
independently selected from hydroxyl, $\text{O}(\text{C}_1\text{-C}_3)\text{alkyl}$,
20 and $\text{NR}^{14}\text{R}^{15}$, wherein

R^{14} and R^{15} are independently H or
 $(\text{C}_1\text{-C}_3)\text{alkyl}$, or

R^{14} and R^{15} can join to form a heterocycle of formula



Q represents CH_2 , O, or NR^{16} , and

R^{16} represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$,

or

30 R^{10} and R^{11} may be joined to form a saturated 5-6-membered
N-containing ring which is optionally substituted up to two
times by

OH,

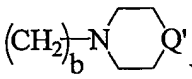
$\text{NR}^{17}\text{R}^{18}$, wherein

R^{17} and R^{18} are H or (C_1-C_3) alkyl,
 or by
 (C_1-C_3) alkyl which is optionally substituted up to two times by
 halogen, OH, or $O(C_1-C_3)$ alkyl;

5

G9) $(CH_2)_a-NR^{19}R^{20}$ wherein
 R^{19} and R^{20} are independently H, (C_1-C_5) alkyl, or
 (C_3-C_6) cycloalkyl, or may be joined to form a saturated
 5-6-membered N-containing ring; and
 the subscript "a" is an integer of 1-4;

10

G10) $(CH_2)_b-N$  wherein
 Q' is O or NR^{21} ;
 R^{21} is H, (C_1-C_3) alkyl, or cyclopropyl; and
 the subscript "b" is an integer of 1-3;

15

G11) $CH_2NR^{22}(CH_2)_cOCH_3$ wherein
 R^{22} is H, (C_1-C_3) alkyl, or cyclopropyl; and
 the subscript "c" is an integer of 2-4;

20

G12) $OSO_2NR^{23}R^{24}$ wherein
 R^{23} and R^{24} independently represent H, CH_3 , or (C_2-C_4) alkyl
 which may optionally be substituted once by OH or
 $NR^{25}R^{26}$, wherein
 R^{25} and R^{26} independently represent H or
 (C_1-C_3) alkyl;

25

G13) CN;

30

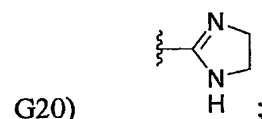
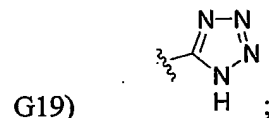
G14) NO_2 ;

G15) cyclopropyl;

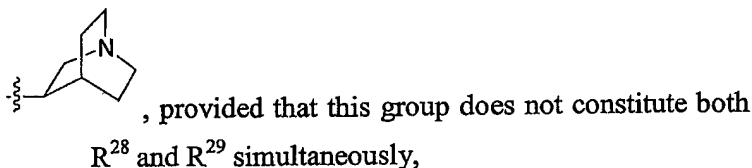
G16) OR^{27} , wherein
 R^{27} represents phenyl or benzyl;

G17) $\text{S}(\text{C}_1\text{-C}_3)\text{alkyl}$;

G18) $\text{CH}=\text{CH}-(\text{CH}_2)_{1-3}\text{-OR}^5$; wherein
 R^5 represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$;



G21) $\text{C}(\text{O})\text{NR}^{28}\text{R}^{29}$, wherein
 R^{28} and R^{29} are independently selected from
H,
cyclopropyl, provided that both R^{28} and R^{29} are not
simultaneously cyclopropyl,

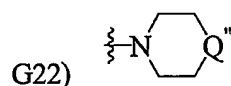


and

$(\text{C}_1\text{-C}_3)\text{alkyl}$ which is optionally substituted up to two times by
OH;

or

R^{28} and R^{29} may be joined to form a saturated 5-6-membered
N-containing ring which is optionally substituted up to two
times by OH, or by $(\text{C}_1\text{-C}_3)\text{alkyl}$ which in turn is optionally
substituted up to two times by OH or $\text{O}(\text{C}_1\text{-C}_3)\text{alkyl}$;



wherein

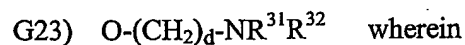
Q'' is O or NR^{30} , and

R^{30} is

H,

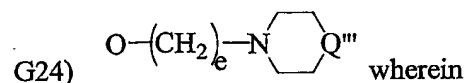
cyclopropyl, or

(C_1 - C_3)alkyl which is optionally substituted once by
halogen, OH, or $O(C_1$ - C_3)alkyl;



R^{31} and R^{32} are independently H, (C_1 - C_3)alkyl, or cyclopropyl,
or may be joined to form a saturated 5-6-membered
N-containing ring; and

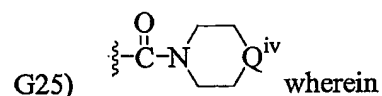
the subscript "d" is an integer of 2-4;



the subscript "e" is an integer of 2-3; and

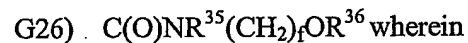
Q''' is O or NR^{33} ; and

R^{33} is H, (C_1 - C_3)alkyl, or cyclopropyl;



Q^{iv} is O or NR^{34} ; and

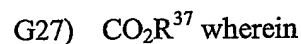
R^{34} is H, (C_1 - C_3)alkyl, or cyclopropyl;



R^{35} is H, (C_1 - C_3)alkyl, or cyclopropyl;

R^{36} is (C_1 - C_6)alkyl optionally substituted up to two times by
halogen, OH, or $O(C_1$ - C_3)alkyl, and

the subscript "f" is an integer of 2-4;



R^{37} is H or (C_1 - C_3)alkyl;

G28) phenyl, which is optionally substituted by up to 2 groups selected from halogen, (C₁-C₃)alkyl, OR³⁸, CN, CF₃, and NR³⁹R⁴⁰

wherein

5 R³⁸ represents H or (C₁-C₃)alkyl; and
 R³⁹ and R⁴⁰ represent H or (C₁-C₃)alkyl;

G29) NR⁴¹SO₂NR⁴²R⁴³ wherein

10 R⁴¹ represents H, or (C₁-C₄)alkyl, and
 R⁴² and R⁴³ independently represent H, CH₃, or (C₂-C₃)alkyl
 which may optionally be substituted once by -OH or
 NR⁴⁴R⁴⁵, wherein
 R⁴⁴ and R⁴⁵ independently represent H or
 (C₁-C₃)alkyl;

15 G30) OC(O)-CH₂-NR⁴⁶R⁴⁷ wherein

 R⁴⁶ and R⁴⁷ independently represent H, (C₁-C₃)alkyl, or
 CO₂(t-butyl), provided that R⁴⁶ and R⁴⁷ are not both
 simultaneously CO₂(t-butyl);

20 G31) N(R⁴⁸)C(O)R⁴⁹ wherein

 R⁴⁸ represents H or (C₁-C₃)alkyl; and
 R⁴⁹ represents
 (CH₂)₁₋₃-CO₂H,
 O(C₂-C₄)alkyl,
 (CH₂)₁₋₄-NR⁵⁰R⁵¹ wherein
 R⁵⁰ and R⁵¹ independently represent H or
 (C₁-C₃)alkyl, or
 CH(R⁵²)-NR⁵³R⁵⁴ wherein
 R⁵² represents (CH₂)₁₋₄-NH₂, CH₂OH,
 CH(CH₃)OH, or (C₁-C₃)alkyl; and
 R⁵³ and R⁵⁴ independently represent H or
 (C₁-C₃)alkyl;

25

30

G32) $\text{C(O)-(C}_1\text{-C}_3\text{)alkyl}$;

G33) $(\text{CH}_2)_g\text{-N(R}^{55}\text{)-C(O)-R}^{56}$ wherein

g represents 1, 2, or 3;

R^{55} represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$;

R^{56} represents

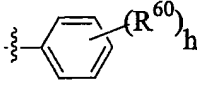
$(\text{C}_1\text{-C}_3)\text{alkyl}$ optionally substituted up to two times by

OR^{57} or $\text{NR}^{58}\text{R}^{59}$, wherein

R^{57} represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$, and

R^{58} and R^{59} each represents H or

$(\text{C}_1\text{-C}_3)\text{alkyl}$,

or R^{56} represents  wherein

R^{60} represents halogen, $(\text{C}_1\text{-C}_3)\text{alkyl}$, $\text{O}(\text{C}_1\text{-C}_3)\text{alkyl}$,

CN , OH , CF_3 , or $\text{NR}^{61}\text{R}^{62}$, wherein

R^{61} and R^{62} represent H or $(\text{C}_1\text{-C}_3)\text{alkyl}$;

and

h represents 0, 1, or 2;

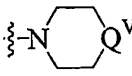
G34) $(\text{CH}_2)_i\text{-N(R}^{63}\text{)-C(O)-NR}^{64}\text{R}^{65}$ wherein

i represents 1, 2, or 3;

R^{63} represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$;

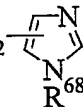
R^{64} and R^{65} each represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$;

or

R^{64} and R^{65} may be joined to form  wherein

Q^V represents CH_2 , O or NR^{66} wherein

R^{66} represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$;

G35) $(\text{CH}_2)_j\text{-N(R}^{67}\text{)-SO}_2\text{-}$  wherein

j represents 1, 2, or 3;

R^{67} represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$; and

R^{68} represents H or (C_1-C_3) alkyl;

G36) $(CH_2)_k-N(R^{69})-SO_2-R^{70}$ wherein

k represents 1, 2, or 3;

R^{69} represents H or (C_1-C_3) alkyl; and

R^{70} represents (C_1-C_4) alkyl, or phenyl which is optionally substituted up to perhalo by halogen or up to three times by OR^{71} , CN, CF_3 , or $NR^{72}R^{73}$, wherein

R^{71} represents H or (C_1-C_3) alkyl; and

R^{72} and R^{73} each represents H or (C_1-C_3) alkyl;

G37) $CH=CH-(CH_2)_{1-3}-NR^{74}R^{75}$ wherein

R^{74} and R^{75} represent H or (C_1-C_3) alkyl;

or a pharmaceutically acceptable salt, solvate, solvate of a salt, or stereoisomer thereof.

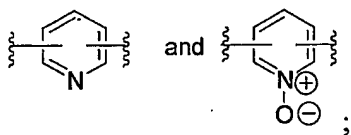
2. The compound of claim 1

wherein

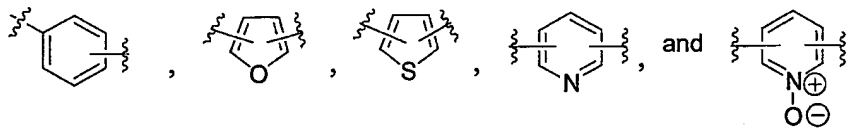
R^1 represents H;

M represents CH;

J represents a heteroaromatic ring selected from the group consisting of



Y represents an aromatic or heteroaromatic ring selected from the group consisting of



n and n' are independently 0, 1, 2, or 3, subject to the provisos that

- 1) ring J and ring Y each may be substituted independently up to 3 times by substituents listed below as numbers G1-G2, to a maximum total of 4 substituents on rings J and Y,
- 2) ring J and ring Y each may be substituted independently up to 2 times by substituents listed below as numbers G3-G5 and G8, to a maximum total of 3 substituents on rings J and Y, and

- 3) ring J and ring Y each may be substituted independently once by a substituent selected from those listed below as numbers G12, G13, G22, G29, and G31;

and subject to the further proviso

- 5 4) when J is pyridyl, n is 1, 2, or 3;

and proviso 5 does not apply;

G and G' moieties are independently selected from the group consisting of:

G1) halogen ;

- 10 G2) O(C₁-C₄)alkyl which optionally is substituted up to two times by O(C₁-C₂)alkyl;

G3) OH ;

- 15 G4) (C₁-C₅)alkyl, which is optionally substituted independently up to two times by groups selected from hydroxyl and cyano, or up to three times by halogen;

G5) OCF₃;

20

- G8) NR¹⁰R¹¹, wherein
R¹⁰ and R¹¹ are independently selected from

H,

CH₃,

25

cyclopropyl,

benzyl,

NR¹²R¹³ wherein

R¹² and R¹³ are independently H or (C₁-C₃)alkyl,
provided that both R¹⁰ and R¹¹ are not NR¹²R¹³
simultaneously,

30

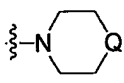
and

(C₂-C₄)alkyl which is optionally substituted up to three times
by halogen, and up to two times by substituent groups

independently selected from hydroxyl, $O(C_1-C_3)alkyl$,
and $NR^{14}R^{15}$, wherein

R^{14} and R^{15} are independently H or
 $(C_1-C_3)alkyl$, or

R^{14} and R^{15} can join to form a heterocycle of

formula  wherein

Q represents CH_2 , O, or NR^{16} , and

R^{16} represents H or $(C_1-C_3)alkyl$,

or

R^{10} and R^{11} may be joined to form a saturated 5-6-membered
N-containing ring which is optionally substituted up to two
times by

OH,

$NR^{17}R^{18}$, wherein

R^{17} and R^{18} are H or $(C_1-C_3)alkyl$,

or by

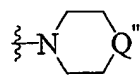
$(C_1-C_3)alkyl$ which is optionally substituted up to two times by
halogen, OH, or $O(C_1-C_3)alkyl$;

G12) $OSO_2NR^{23}R^{24}$ wherein

R^{23} and R^{24} independently represent H, CH_3 , or $(C_2-C_4)alkyl$
which may optionally be substituted once by OH or
 $NR^{25}R^{26}$, wherein

R^{25} and R^{26} independently represent H or
 $(C_1-C_3)alkyl$;

G13) CN;

G22)  wherein

Q'' is O or NR^{30} , and

R^{30} is

H,

cyclopropyl, or

(C₁-C₃)alkyl which is optionally substituted once by
halogen, OH, or O(C₁-C₃)alkyl;

5 G29) NR⁴¹SO₂NR⁴²R⁴³ wherein

R⁴¹ represents H, or (C₁-C₄)alkyl, and

R⁴² and R⁴³ independently represent H, CH₃, or (C₂-C₃)alkyl
which may optionally be substituted once by -OH or
NR⁴⁴R⁴⁵, wherein

10 R⁴⁴ and R⁴⁵ independently represent H or
(C₁-C₃)alkyl; and

G31) N(R⁴⁸)C(O)R⁴⁹ wherein

R⁴⁸ represents H or (C₁-C₃)alkyl; and

15 R⁴⁹ represents

(CH₂)₁₋₃-CO₂H,

O(C₂-C₄)alkyl,

(CH₂)₁₋₄-NR⁵⁰R⁵¹ wherein

20 R⁵⁰ and R⁵¹ independently represent H or
(C₁-C₃)alkyl, or

CH(R⁵²)-NR⁵³R⁵⁴ wherein

R⁵² represents (CH₂)₁₋₄-NH₂, CH₂OH,
CH(CH₃)OH, or (C₁-C₃)alkyl; and

25 R⁵³ and R⁵⁴ independently represent H or
(C₁-C₃)alkyl.

3. The compound of claim 2

wherein

30 R¹ represents H;

R² represents O(C₁-C₃)alkyl or NR³R⁴

wherein R³ and R⁴ are H or (C₁-C₃)alkyl;

R^{2a} represents H;

L represents O or CR⁶R⁷ wherein

R^6 and R^7 are independently H, CH_3 , or OH;

G'' represents a substituent selected from the group consisting of $O(C_1-C_3)alkyl$, halogen, and CF_3 ;

n and n' are independently 0 or 1, and provisos 1-3 do not apply;

5 G and G' moieties are independently selected from the group consisting of:

G1) Cl or F;

G2) $O(C_1-C_3)alkyl$;

10 G3) OH ;

G4) $(C_1-C_3)alkyl$, which is optionally substituted up to three times by halogen;

15 G5) OCF_3 ;

G8) $NR^{10}R^{11}$, wherein
 R^{10} and R^{11} are independently selected from

20 H,
 CH_3 ,
cyclopropyl,
benzyl,
 $NR^{12}R^{13}$ wherein

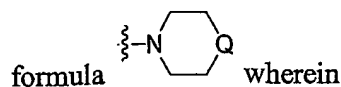
25 R^{12} and R^{13} are independently H or $(C_1-C_3)alkyl$,
provided that both R^{10} and R^{11} are not $NR^{12}R^{13}$
simultaneously,

and

30 $(C_2-C_4)alkyl$ which is optionally substituted up to three times
by halogen, and up to two times by substituent groups
independently selected from hydroxyl, $O(C_1-C_3)alkyl$,
and $NR^{14}R^{15}$, wherein

R^{14} and R^{15} are independently H or
 $(C_1-C_3)alkyl$, or

R^{14} and R^{15} can join to form a heterocycle of



Q represents CH_2 , O, or NR^{16} , and

R^{16} represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$,

5

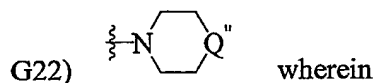
G12) $\text{OSO}_2\text{NR}^{23}\text{R}^{24}$ wherein

R^{23} and R^{24} independently represent H, CH_3 , or $(\text{C}_2\text{-C}_4)\text{alkyl}$ which may optionally be substituted once by OH or $\text{NR}^{25}\text{R}^{26}$, wherein

10

R^{25} and R^{26} independently represent H or $(\text{C}_1\text{-C}_3)\text{alkyl}$;

G13) CN;



15

Q'' is O or NR^{30} , and

R^{30} is H or $(\text{C}_1\text{-C}_3)\text{alkyl}$; and

G31) $\text{N}(\text{R}^{48})\text{C}(\text{O})\text{R}^{49}$ wherein

R^{48} represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$; and

20

R^{49} represents

$(\text{CH}_2)_{1-3}\text{-CO}_2\text{H}$,

$\text{O}(\text{C}_2\text{-C}_4)\text{alkyl}$,

$(\text{CH}_2)_{1-4}\text{-NR}^{50}\text{R}^{51}$ wherein

R^{50} and R^{51} independently represent H or $(\text{C}_1\text{-C}_3)\text{alkyl}$,

25

or

$\text{CH}(\text{R}^{52})\text{-NR}^{53}\text{R}^{54}$ wherein

R^{52} represents $(\text{CH}_2)_{1-4}\text{-NH}_2$, CH_2OH , $\text{CH}(\text{CH}_3)\text{OH}$, or

$(\text{C}_1\text{-C}_3)\text{alkyl}$; and

R^{53} and R^{54} independently represent H or $(\text{C}_1\text{-C}_3)\text{alkyl}$.

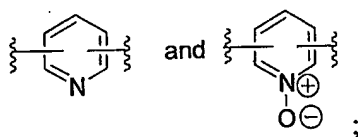
30

4. The compound of claim 1
wherein

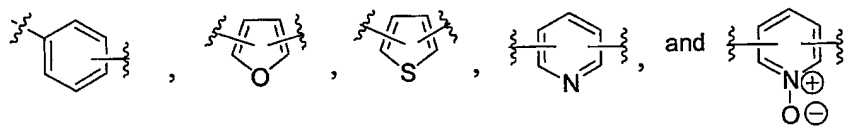
R¹ represents H;

M represents CH;

J represents a heteroaromatic ring selected from the group consisting of



5 Y represents an aromatic or heteroaromatic ring selected from the group consisting of



n and n' are independently 0, 1, 2, or 3, subject to the provisos that

- 1) ring J and ring Y each may be substituted independently up to 3 times by substituents listed below as numbers G1-G2, to a maximum total of 4 substituents on rings J and Y,
- 2) ring J and ring Y each may be substituted independently up to 2 times by substituents listed below as numbers G3-G5 and G8, to a maximum total of 3 substituents on rings J and Y, and
- 3) ring J and ring Y each may be substituted independently once by a substituent selected from those listed below as numbers G12, G21, G25, G26, and G31;

and subject to the further proviso

- 4) when J is pyridyl, n is 1, 2, or 3;

and proviso 5 does not apply;

20 G and G' moieties are independently selected from the group consisting of:

G1) halogen ;

G2) O(C₁-C₄)alkyl which optionally is substituted up to two times by O(C₁-C₂)alkyl;

25 G3) OH ;

G4) (C₁-C₅)alkyl, which is optionally substituted independently up to two times by groups selected from hydroxyl and cyano, or up to three times by halogen;

G5) OCF_3 ;

G8) $\text{NR}^{10}\text{R}^{11}$, wherein

R^{10} and R^{11} are independently selected from

H,

CH_3 ,

cyclopropyl,

benzyl,

$\text{NR}^{12}\text{R}^{13}$ wherein

R^{12} and R^{13} are independently H or $(\text{C}_1\text{-C}_3)\text{alkyl}$,
provided that both R^{10} and R^{11} are not $\text{NR}^{12}\text{R}^{13}$
simultaneously,

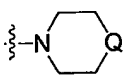
and

$(\text{C}_2\text{-C}_4)\text{alkyl}$ which is optionally substituted up to three times
by halogen, and up to two times by substituent groups
independently selected from hydroxyl, $\text{O}(\text{C}_1\text{-C}_3)\text{alkyl}$,
and $\text{NR}^{14}\text{R}^{15}$, wherein

R^{14} and R^{15} are independently H or

$(\text{C}_1\text{-C}_3)\text{alkyl}$, or

R^{14} and R^{15} can join to form a heterocycle of

formula  wherein

Q represents CH_2 , O, or NR^{16} , and

R^{16} represents H or $(\text{C}_1\text{-C}_3)\text{alkyl}$,

or

R^{10} and R^{11} may be joined to form a saturated 5-6-membered
N-containing ring which is optionally substituted up to two
times by

OH,

$\text{NR}^{17}\text{R}^{18}$, wherein

R^{17} and R^{18} are H or $(\text{C}_1\text{-C}_3)\text{alkyl}$,

or by

(C₁-C₃)alkyl which is optionally substituted up to two times by halogen, OH, or O(C₁-C₃)alkyl;

G12) OSO₂NR²³R²⁴ wherein

5

R²³ and R²⁴ independently represent H, CH₃, or (C₂-C₄)alkyl which may optionally be substituted once by OH or NR²⁵R²⁶, wherein R²⁵ and R²⁶ independently represent H or (C₁-C₃)alkyl;

10

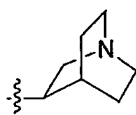
G21) C(O)NR²⁸R²⁹, wherein

R²⁸ and R²⁹ are independently selected from

H,

cyclopropyl, provided that both R²⁸ and R²⁹ are not simultaneously cyclopropyl,

15



, provided that this group does not constitute both R²⁸ and R²⁹ simultaneously,

and

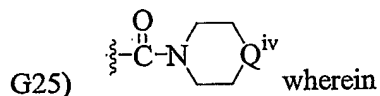
(C₁-C₃)alkyl which is optionally substituted up to two times by OH;

20

or

R²⁸ and R²⁹ may be joined to form a saturated 5-6-membered N-containing ring which is optionally substituted up to two times by OH, or by (C₁-C₃)alkyl which in turn is optionally substituted up to two times by OH or O(C₁-C₃)alkyl;

25



Q^{iv} is O or NR³⁴; and

R³⁴ is H, (C₁-C₃)alkyl, or cyclopropyl;

30

G26) C(O)NR³⁵(CH₂)_fOR³⁶ wherein

R^{35} is H, (C_1-C_3) alkyl, or cyclopropyl;

R^{36} is (C_1-C_6) alkyl optionally substituted up to two times by
halogen, OH, or $O(C_1-C_3)$ alkyl, and
the subscript "p" is an integer of 2-4; and

5

G31) $N(R^{48})C(O)R^{49}$ wherein

R^{48} represents H or (C_1-C_3) alkyl; and

R^{49} represents

$(CH_2)_{1-3}-CO_2H$,

10

$O(C_2-C_4)$ alkyl,

$(CH_2)_{1-4}-NR^{50}R^{51}$ wherein

R^{50} and R^{51} independently represent H or (C_1-C_3) alkyl,

or

$CH(R^{52})-NR^{53}R^{54}$ wherein

15

R^{52} represents $(CH_2)_{1-4}-NH_2$, CH_2OH , $CH(CH_3)OH$, or

(C_1-C_3) alkyl; and

R^{53} and R^{54} independently represent H or (C_1-C_3) alkyl.

5. The compound of claim 4

20

wherein

R^1 represents H;

R^2 represents $O(C_1-C_3)$ alkyl or NR^3R^4

wherein R^3 and R^4 are H or (C_1-C_3) alkyl;

R^{2a} represents H;

25

L represents O or CR^6R^7 , wherein

R^6 and R^7 are independently H, CH_3 , or OH;

G'' represents a substituent selected from the group consisting of $O(C_1-C_3)$ alkyl,
halogen, and CF_3 ;

n and n' are independently 0 or 1, and provisos 1-3 do not apply;

30

G and G' moieties are independently selected from the group consisting of:

G1) Cl or F;

G2) $O(C_1-C_3)$ alkyl;

G3) OH;

G4) (C₁-C₃)alkyl, which is optionally substituted up to three times by halogen;

5

G5) OCF₃;

G8) NR¹⁰R¹¹, wherein
R¹⁰ and R¹¹ are independently selected from

10

H,
CH₃,
cyclopropyl,
benzyl,
NR¹²R¹³ wherein

15

R¹² and R¹³ are independently H or (C₁-C₃)alkyl,
provided that both R¹⁰ and R¹¹ are not NR¹²R¹³
simultaneously,

and

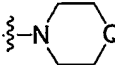
20

(C₂-C₄)alkyl which is optionally substituted up to three times
by halogen, and up to two times by substituent groups
independently selected from hydroxyl, O(C₁-C₃)alkyl,
and NR¹⁴R¹⁵, wherein

R¹⁴ and R¹⁵ are independently H or
(C₁-C₃)alkyl, or

25

R¹⁴ and R¹⁵ can join to form a heterocycle of

formula  wherein

Q represents CH₂, O, or NR¹⁶, and
R¹⁶ represents H or (C₁-C₃)alkyl,

30

G12) OSO₂NR²³R²⁴ wherein
R²³ and R²⁴ independently represent H, CH₃, or (C₂-C₄)alkyl which
may optionally be substituted once by OH or NR²⁵R²⁶,
wherein

R^{25} and R^{26} independently represent H or (C_1-C_3) alkyl;

G21) $C(O)NR^{28}R^{29}$, wherein

R^{28} and R^{29} are independently selected from

5

H

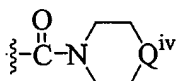
and

(C_1-C_3) alkyl which is optionally substituted up to two times by

OH;

10

G25)



wherein

Q^{iv} is O or NR^{34} ; and

R^{34} is H or (C_1-C_3) alkyl;

15

G26) $C(O)NR^{35}(CH_2)_fOR^{36}$ wherein

R^{35} is H or (C_1-C_3) alkyl;

R^{36} is (C_1-C_6) alkyl optionally substituted up to two times by

halogen, OH, or $O(C_1-C_3)$ alkyl, and

the subscript "f" is an integer of 2-4; and

20

G31) $N(R^{48})C(O)R^{49}$ wherein

R^{48} represents H or (C_1-C_3) alkyl; and

R^{49} represents

$(CH_2)_{1-3}-CO_2H$,

$O(C_2-C_4)$ alkyl,

25

$(CH_2)_{1-4}-NR^{50}R^{51}$ wherein

R^{50} and R^{51} independently represent H or (C_1-C_3) alkyl,

or

$CH(R^{52})-NR^{53}R^{54}$ wherein

R^{52} represents $(CH_2)_{1-4}-NH_2$, CH_2OH , $CH(CH_3)OH$, or

30

(C_1-C_3) alkyl; and

R^{53} and R^{54} independently represent H or (C_1-C_3) alkyl.

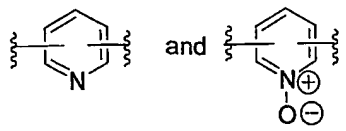
6. The compound of claim 1

wherein

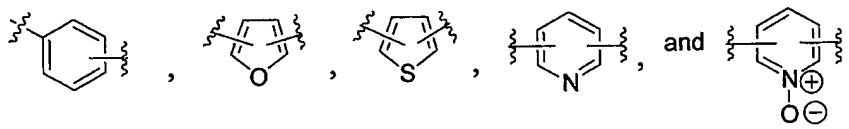
R¹ represents H;

M represents CH;

J represents an aromatic or heteroaromatic ring selected from the group consisting of



Y represents an aromatic or heteroaromatic ring selected from the group consisting of



n and n' are independently 0, 1, 2, or 3, subject to the provisos that

1) ring J and ring Y each may be substituted independently up to 3 times by substituents listed below as numbers G1-G2, to a maximum total of 4 substituents on rings J and Y,

2) ring J and ring Y each may be substituted independently up to 2 times by substituents listed below as numbers G3-G5 and G8, to a maximum total of 3 substituents on rings J and Y, and

3) ring J and ring Y each may be substituted independently once by a substituent selected from those listed below as numbers G12, G22, and G31;

and subject to the further proviso

4) when J is pyridyl, n is 1, 2, or 3;

and proviso 5 does not apply;

G and G' moieties are independently selected from the group consisting of:

G1) halogen;

G2) O(C₁-C₄)alkyl which optionally is substituted up to two times by O(C₁-C₂)alkyl;

G3) OH;

G4) (C₁-C₅)alkyl, which is optionally substituted independently up to two times by groups selected from hydroxyl and cyano, or up to three times by halogen;

5 G5) OCF₃;

G8) NR¹⁰R¹¹, wherein

R¹⁰ and R¹¹ are independently selected from

H,

10 CH₃,

cyclopropyl,

benzyl,

NR¹²R¹³ wherein

15 R¹² and R¹³ are independently H or (C₁-C₃)alkyl, provided that both R¹⁰ and R¹¹ are not NR¹²R¹³ simultaneously,

and

20 (C₂-C₄)alkyl which is optionally substituted up to three times by halogen, and up to two times by substituent groups independently selected from hydroxyl, O(C₁-C₃)alkyl, and NR¹⁴R¹⁵, wherein

R¹⁴ and R¹⁵ are independently H or (C₁-C₃)alkyl, or

R¹⁴ and R¹⁵ can join to form a heterocycle of

25 formula  wherein

Q represents CH₂, O, or NR¹⁶, and

R¹⁶ represents H or (C₁-C₃)alkyl,

or

30 R¹⁰ and R¹¹ may be joined to form a saturated 5-6-membered N-containing ring which is optionally substituted up to two times by

OH,

NR¹⁷R¹⁸, wherein

R^{17} and R^{18} are H or (C_1-C_3) alkyl,

or by

(C_1-C_3) alkyl which is optionally substituted up to two times by
halogen, OH, or $O(C_1-C_3)$ alkyl;

5

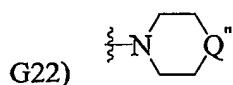
G12) $OSO_2NR^{23}R^{24}$ wherein

R^{23} and R^{24} independently represent H, CH_3 , or (C_2-C_4) alkyl which
may optionally be substituted once by OH or $NR^{25}R^{26}$,

10

wherein

R^{25} and R^{26} independently represent H or (C_1-C_3) alkyl;



wherein

Q'' is O or NR^{30} , and

15

R^{30} is

H,

cyclopropyl, or

(C_1-C_3) alkyl which is optionally substituted once by
halogen, OH, or $O(C_1-C_3)$ alkyl; and

20

G31) $N(R^{48})C(O)R^{49}$ wherein

R^{48} represents H or (C_1-C_3) alkyl; and

R^{49} represents

$(CH_2)_{1-3}-CO_2H$,

25

$O(C_2-C_4)$ alkyl,

$(CH_2)_{1-4}-NR^{50}R^{51}$ wherein

R^{50} and R^{51} independently represent H or (C_1-C_3) alkyl,

or

$CH(R^{52})-NR^{53}R^{54}$ wherein

30

R^{52} represents $(CH_2)_{1-4}-NH_2$, CH_2OH , $CH(CH_3)OH$, or
 (C_1-C_3) alkyl; and

R^{53} and R^{54} independently represent H or (C_1-C_3) alkyl.

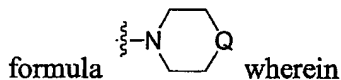
7. The compound of claim 6
wherein
R¹ represents H;
R² represents O(C₁-C₃)alkyl, or NR³R⁴
5 wherein R³ and R⁴ are H or (C₁-C₃)alkyl;
R^{2a} represents H;
L represents O or CR⁶R⁷, wherein
 R⁶ and R⁷ are independently H, CH₃, or OH;
G'' represents a substituent selected from the group consisting of O(C₁-C₃)alkyl,
10 halogen, and CF₃;
n and n' are independently 0 or 1, and provisos 1-3 do not apply;
- G and G' moieties are independently selected from the group consisting of:
- 15 G1) Cl or F;
- G2) O(C₁-C₃)alkyl;
- G3) OH ;
- 20 G4) (C₁-C₃)alkyl, which is optionally substituted up to three times by
 halogen;
- G5) OCF₃;
- 25 G8) NR¹⁰R¹¹, wherein
 R¹⁰ and R¹¹ are independently selected from
 H,
 CH₃,
 cyclopropyl,
30 benzyl,
 NR¹²R¹³ wherein
 R¹² and R¹³ are independently H or (C₁-C₃)alkyl,
 provided that both R¹⁰ and R¹¹ are not NR¹²R¹³
 simultaneously,

and

(C₂-C₄)alkyl which is optionally substituted up to three times by halogen, and up to two times by substituent groups independently selected from hydroxyl, O(C₁-C₃)alkyl, and NR¹⁴R¹⁵, wherein

R¹⁴ and R¹⁵ are independently H or (C₁-C₃)alkyl, or

R¹⁴ and R¹⁵ can join to form a heterocycle of



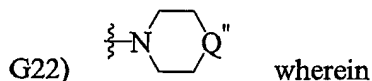
Q represents CH₂, O, or NR¹⁶, and

R¹⁶ represents H or (C₁-C₃)alkyl;

G12) OSO₂NR²³R²⁴ wherein

R²³ and R²⁴ independently represent H, CH₃, or (C₂-C₄)alkyl which may optionally be substituted once by OH or NR²⁵R²⁶, wherein

R²⁵ and R²⁶ independently represent H or (C₁-C₃)alkyl;



Q'' is O or NR³⁰, and

R³⁰ is H or (C₁-C₃)alkyl; and

G31) N(R⁴⁸)C(O)R⁴⁹ wherein

R⁴⁸ represents H or (C₁-C₃)alkyl; and

R⁴⁹ represents

(CH₂)₁₋₃-CO₂H,

O(C₂-C₄)alkyl,

(CH₂)₁₋₄-NR⁵⁰R⁵¹ wherein

R⁵⁰ and R⁵¹ independently represent H or (C₁-C₃)alkyl,

or

CH(R⁵²)-NR⁵³R⁵⁴ wherein

R⁵² represents (CH₂)₁₋₄-NH₂, CH₂OH, CH(CH₃)OH, or (C₁-C₃)alkyl; and

R⁵³ and R⁵⁴ independently represent H or (C₁-C₃)alkyl.

- 5 8. A compound selected from the group consisting of
 - 4-{3-[(2-amino-6-phenylpyrimidin-4-yl)amino]phenoxy}-*N*-methylpyridine-2-carboxamide;
 - 4-{3-[(2-amino-6-phenylpyrimidin-4-yl)amino]phenoxy}pyridine-2-carboxamide;
 - 4-{4-[(2-amino-6-phenylpyrimidin-4-yl)amino]phenoxy}pyridine-2-carbonitrile;
 - 10 6-phenyl-*N*⁴-(4-{[2-(trifluoromethyl)pyridin-4-yl]oxy}phenyl)pyrimidine-2,4-diamine;
 - N*⁴-{4-[(2-chloropyridin-4-yl)oxy]phenyl}-6-phenylpyrimidine-2,4-diamine;
 - 4-{2-amino-6-[(4-{[2-(trifluoromethyl)pyridin-4-yl]oxy}phenyl)amino]pyrimidin-4-yl}phenyl sulfamate;
 - 15 *N*-(4-{2-amino-6-[(4-{[2-(trifluoromethyl)pyridin-4-yl]oxy}phenyl)amino]pyrimidin-4-yl}phenyl)glycinamide trifluoroacetate;
 - 6-(4-aminophenyl)-*N*⁴-(4-{[2-(trifluoromethyl)pyridin-4-yl]oxy}phenyl)pyrimidine-2,4-diamine;
 - 6-(6-aminopyridin-3-yl)-*N*⁴-(4-{[2-(trifluoromethyl)pyridin-4-yl]oxy}phenyl)pyrimidine-2,4-diamine;
 - 20 6-pyridin-3-yl-*N*⁴-(4-{[2-(trifluoromethyl)pyridin-4-yl]oxy}phenyl)pyrimidine-2,4-diamine;
 - N*-[(4-{4-[(2-amino-6-phenylpyrimidin-4-yl)amino]phenoxy}pyridin-2-yl)methyl]-4-methoxybenzenesulfonamide trifluoroacetate;
 - 25 *N*-[(4-{4-[(2-amino-6-phenylpyrimidin-4-yl)amino]phenoxy}pyridin-2-yl)methyl]methanesulfonamide trifluoroacetate;
 - and
 - (4-{4-[(2-amino-6-phenylpyrimidin-4-yl)amino]phenoxy}pyridin-2-yl)methanol trifluoroacetate (salt).
 - 30
9. A pharmaceutical composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier.

10. A method of treatment for a hyperproliferative disorder comprising administering an effective amount of a compound of claim 1 to a subject in need thereof.
11. The method of claim 10 wherein said hyperproliferative disorder is cancer.